

TARGET

Intelligence Report

VOLUME XXIV No. 265

T U E S D A Y

December 6, 2022

LEADING HOLDINGS GROUP LTD: MANAGEMENT AVOWS TO FIGHT

Management of Leading Holdings Group Ltd (領地控股集團有限公司) (Code: 6999, Main Board, The Stock Exchange of Hongkong Ltd) intends to fight tooth and nail in order to oppose the essence in respect of the Winding-Up Petition against the Company, dated of Tuesday, September 27, 2022, ‘*in relation to a debt in the total amount of \$US1,397,500.00 (about \$HK10,900,500.00).*’

In a public announcement, dated Friday, September 30, 2022, disseminated in the **Hongkong Special Administrative Region (HKSAR)** of the **People’s Republic of China (PRC)**, headlined, ‘**INSIDE INFORMATION, WINDING UP PETITION**’, Mr Liu Yu Hui (劉玉輝), the Chairman of the Board of Directors of Leading Holdings Group Ltd, informed his shareholders and investors of management’s avowed intent with regard to the Winding-Up Petition:

*‘This announcement is made by Leading Holdings Group Limited (the “**Company**” together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(2)(a) and 13.25(1)(b) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).*

*‘Reference is made to the announcement (the “**Announcement**”) of the Company dated 24 June 2022 in relation to, among others, the expected failure to pay the principal and accrued interest on the Existing Notes. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.*

*‘On 27 September 2022, a winding-up petition (the “**Petition**”) was filed against the Company at the High Court of the Hong Kong Special Administrative Region (the “**High Court**”) in relation to a debt in the total amount of US\$1,397,500 arising out of the Existing Notes.*

*‘The Company has been advised by its legal advisers that under section 182 of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong) (the “**Companies Winding Up Ordinance**”), any disposition of the property of the Company, including things in action, and any transfer of shares, or alteration in the status of the members of the Company, after the commencement date of the winding up, namely the date of the presentation of the Petition (that is, 27 September 2022) (the “**Commencement Date**”), will be void as a matter of Hong Kong law unless a validation order is obtained from the High Court. Any disposition made on or after the Commencement Date will not be affected if the Petition is subsequently withdrawn or dismissed, or a winding-up order is permanently stayed.*

*‘The Company will oppose the Petition vigorously. However, given the effect of section 182 of the Companies Winding Up Ordinance, the board (the “**Board**”) of directors (the “**Directors**”) of the Company wishes to remind the shareholders and potential investors of the Company that the transfer of the shares in the Company made on or after the Commencement Date would be void without a validation order from the High Court. Pursuant to the circular dated 28 December 2016 issued by Hong Kong Securities Clearing Company Limited (香港中央結算有限公司) (“**HKSCC**”) in relation to the transfer of the shares of listed issuers after a winding-up petition has been presented, in view of these restrictions and the uncertainties that may arise in relation to the transfer of shares of the Company, for participant(s) who conduct share transfers through HKSCC (the “**Participant(s)**”), HKSCC may, at any time, and without notice, exercise its powers under the General Rules of Central Clearing and Settlement System (“**CCASS**”) to temporarily suspend any of its services in respect of shares of the Company. This may include the suspension of acceptance of deposits of share certificates of the Company into CCASS. The share certificates of the Company received by HKSCC but not yet re-registered in HKSCC Nominee Limited’s (香港中央結算[代理人]有限公司) name will be returned to the relevant Participant and HKSCC shall reserve the right to reverse any credit granted to such Participant by debiting the relevant securities from its CCASS account. These measures would generally cease to apply from the date when the winding-up petition has been dismissed or permanently stayed, or the Company has obtained the necessary validation order from the High Court.*

‘The Company will seek legal advice and take all necessary actions to protect its legal rights. Furthermore, the Company will seek legal measures to resolutely oppose the Petition, as the Board is of the view that the Petition does not represent the interests of other stakeholders and may impair the value of the Company.

‘The Company will make further announcement(s) to keep its shareholders and investors informed of any significant developments in relation to the Petition as appropriate or as required under the Listing Rules.

‘Shareholders and potential investors of the Company are reminded to exercise caution when dealing in the securities of the Company.’

According to the database of **TOLFIN** (泰達資訊), the Computerised, Online Financial Intelligence Service and Web-Based, Credit-Checking Provider, it was Lux Aeterna Global Fund SPC, that had been named as the Winding-Up Petitioner with regard to the September 27, 2022, Action.

An Abridged History Of Leading Holdings Group Ltd

Leading Holdings Group Ltd, formerly known as Leading China Holdings Ltd (領地中國控股有限公司), on or about December 10, 2020, sought and obtained a listing of its entire Issued and Fully Paid-Up Share Capital on the premier equity market of The Stock Exchange of Hongkong Ltd.

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